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Attorneys for Official Committee of Unsecured Creditors of
USA Commercial Mortgage Company

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

USA CAPITAL REALTY ADVISORS,
LLC,

USA CAPITAL DIVERSIFIED TRUST
DEED FUND, LLC,

USA CAPITAL FIRST TRUST DEED
FUND, LLC,

USA SECURITIES, LLC,

Debtors.

Affects:

- × All Debtors
- USA Commercial Mortgage Company
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC
- USA Securities, LLC

Case No. BK-S-06-10725-LBR
Case No. BK-S-06-10726-LBR
Case No. BK-S-06-10727-LBR
Case No. BK-S-06-10728-LBR
Case No. BK-S-06-10729-LBR

CHAPTER 11

Jointly Administered Under Case No.
BK-S-06-10725 LBR

SECOND AMENDED MOTION FOR ORDER REQUIRING DELOITTE & TOUCHE LLP TO PRODUCE ONE OR MORE CORPORATE REPRESENTATIVES FOR EXAMINATION PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 2004 (Amended to Remove Exhibit)

[No hearing required]

Pursuant to Federal Rule of Bankruptcy Procedure 2004, the Official Committee of Unsecured Creditors of USA Commercial Mortgage Company (“UCC” or the “Movant”)¹ hereby moves this Court for an order requiring Deloitte & Touche LLP (“Deloitte”) to produce one or more corporate representatives, as set forth in subpoenas issued under Federal Rule Bankruptcy Procedure 9016, to appear for examination at the law office of

¹ Upon the effective date of the Joint Plan of Reorganization (the “Plan”), the UCC will cease to exist and the USACM Liquidating Trust will be substituted in for the UCC as to this Motion.

Lewis and Roca, LLP, 3993 Howard Hughes Parkway, Suite 600, Las Vegas, NV 89169, on a business day no earlier than ten (10) business days after the filing of this Motion and no later than April 30, 2007, or at such other mutually agreeable location, date, and time, and continuing from day to day thereafter until completed.

This Motion is further explained in the following Memorandum.

Memorandum

The Movant seeks information concerning the financial audits, reviews, and other services performed by Deloitte on behalf of USACM, the other debtors in the above-captioned cases (together with USACM, the “Debtors”), and the Debtors’ affiliates, subsidiaries, parents, or otherwise related entities. The Movant seeks this information to assist in the collection of the assets and the investigation of the liabilities of the Debtors.

The requested discovery from Deloitte is well within the scope of examination permitted under Bankruptcy Rule 2004, which includes:

[t]he acts, conduct, or property or . . . the liabilities and financial condition of the debtor, or . . . any matter which may affect the administration of the debtor’s estate, or to the debtor’s right to a discharge. In a . . . reorganization case under chapter 11 of the Code, . . . the examination may also relate to the operation of any business and the desirability of its continuance, the source of any money or property acquired or to be acquired by the debtor for purposes of consummating a plan and the consideration given or offered therefore, and any other matter relevant to the case or to the formulation of a plan.²

Conclusion

Accordingly, the Movant requests that this Court enter the form of order submitted with this Motion.

² FED. R. BANKR. P. 2004(b).



1 Dated: March 6, 2007.

2 **LEWIS AND ROCA LLP**

3
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6 Rob Charles, NV 6593

7 *Attorneys for Official Unsecured Creditors' Committee*
8 *of USA Commercial Mortgage Company*

9 -and-

10 **DIAMOND MCCARTHY TAYLOR FINLEY & LEE**
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